

CHICAGO, MILWAUKEE, ST. PAUL AND PACIFIC RAILROAD COMPANY
Law Department
516 West Jackson Boulevard
Chicago, Illinois 60606

April 30, 1974

Mr. Robert L. Oswald, Secretary
Interstate Commerce Commission
Washington, D.C. 20423

7465-B
RECORDATION NO. _____ Filed & Recorded

APR 30 1974 -11 10 AM

Dear Mr. Oswald:

INTERSTATE COMMERCE COMMISSION

In pursuance of the provisions of Section 20(c) of the Interstate Commerce Act, as amended, and the Regulations of the Interstate Commerce Commission promulgated thereunder, there are herewith transmitted for filing and recording one executed counterpart and two conformed copies of a supplement dated April 30, 1974, to the Lease Agreement dated as of January 1, 1974, between J. M. Nachbin and M. A. Marini as Trustees-Lessor, Continental Illinois Leasing Corporation as Agent, and Chicago, Milwaukee St. Paul and Pacific Railroad Company, Lessee, which said Lease Agreement was filed with the Interstate Commerce Commission on April 5, 1974, at 3:35 p.m. and assigned recordation number 7465-A.

The supplement now submitted consists of a Certificate of Acceptance of certain of the Equipment which is the subject of said Lease Agreement, and becomes a part of the Lease Agreement.

The filing and recordation fee in the amount of \$10.00 in respect of this supplement is herewith submitted.

The above-identified supplement has not heretofore been recorded with the Interstate Commerce Commission.

It is requested that the original of said supplement be returned to Kunkle Transportation Services, Inc., 425-13th Street, N.W. Suite 1010, Washington, D.C. 20004.

Yours very truly,

RWS:je
Encls.

J. M. Nachbin and M. A. Marini,
as Trustees under the Milwaukee
Road Equipment Trust No. 1974-1
c/o Continental Illinois Leasing Corporation
231 South LaSalle Street
Chicago, Illinois 60693

CERTIFICATE OF ACCEPTANCE

Gentlemen:

1. The undersigned Resident Engineer is your authorized representative designated under the Contract for Purchase and Reconstruction dated as of January 1, 1974 (the "Reconstruction Agreement") between you and Chicago, Milwaukee, St. Paul and Pacific Railroad Company (the "Railroad Company"). As such authorized representative, the undersigned hereby represents and certifies to you as follows:

(a) that the rebuilt freight train cars described below have been duly delivered in good order by the Railroad Company under the Reconstruction Agreement, have been duly inspected and accepted on the respective dates there shown by the undersigned as your authorized representative and conform in all respects to the requirements and specifications of the Reconstruction Agreement; and

(b) that each such car was at its delivery properly marked on each side thereof with the legend provided in Section 9(c) of the Lease Agreement between you and the Railroad Company.

2. The undersigned Chicago, Milwaukee, St. Paul and Pacific Railroad Company ("Lessee") is the Lessee under the Lease Agreement dated as of January 1, 1974 (the "Lease Agreement") between you and the Lessee. As such Lessee, we hereby request you to pay the attached invoices for the acquisition, reconstruction and delivery of the rebuilt freight train cars described below. We hereby represent and certify to you as follows:

(a) that all of our representations and warranties set forth in Section 8 of the Lease Agreement are true and correct as of the date hereof as though made on this date;

(b) that the rebuilt freight train cars described below have been delivered to us, as Lessee under the Lease Agreement, on the dates indicated and have been duly inspected and are hereby accepted by us for lease under the Lease Agreement; and

(c) that no event of default, or event which might mature into an event of default, has occurred and is continuing under the Lease Agreement.

3. This Certificate of Acceptance shall be and become a part of the Lease Agreement, and the rebuilt freight train cars described below are hereby declared to be leased by us thereunder. The Lease Agreement was filed and recorded with the Interstate Commerce Commission on April 5, 1974 at 3:35 P.M. with Recordation No. 7465A.*



Resident Engineer and
authorized representative,
as aforesaid, and signing
as to the matter in paragraph
1 above

Dated: April 30, 1974

CHICAGO, MILWAUKEE, ST. PAUL A
PACIFIC RAILROAD COMPANY,
Lessee and signing as to the
matter in paragraphs 2 and
above

By


Its Vice President - Finance & Accounting

Dated: April 30, 1974

*/

This sentence is to be included on all Certificates of Acceptance other than the first Certificate of Acceptance

Accepted:

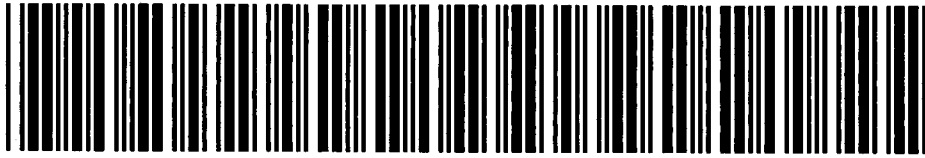
J. M. NACHBIN and M. A. MARINI,
as Trustees as aforesaid

By M. A. Marini
One of the Trustees

Dated: April 30, 1974

DESCRIPTION OF REBUILT CARS

<u>Total No. of Items</u>	<u>Lessee's Identifying Nos.</u>	<u>Delivery and Acceptance Date</u>	<u>Inv Amc</u>
15	MILW 40000-40014	April 11, 1974	\$ 83.
15	MILW 40015-40029	April 19, 1974	83.
20	MILW 40030-40049	April 26, 1974	111.
			\$279.



STB100218-0097

Recordation Files

BOX 0218

DOT - STB Project



CoverSheetStart

Recordation Files

COVER SHEET START

DOT - STB Project

J. M. Nachbin and M. A. Marini,
as Trustees under the Milwaukee
Road Equipment Trust No. 1974-1
c/o Continental Illinois Leasing Corporation
231 South LaSalle Street
Chicago, Illinois 60693

7465-
RECORDATION NO. _____ Filed & Recorded

CERTIFICATE OF ACCEPTANCE MAY 31 1974 - 11 15 AM

Gentlemen:

INTERSTATE COMMERCE COMMISSION

1. The undersigned Resident Engineer is your authorized representative designated under the Contract for Purchase and Reconstruction dated as of January 1, 1974 (the "Reconstruction Agreement") between you and Chicago, Milwaukee, St. Paul and Pacific Railroad Company (the "Railroad Company"). As such authorized representative, the undersigned hereby represents and certifies to you as follows:

(a) that the rebuilt freight train cars described below have been duly delivered in good order by the Railroad Company under the Reconstruction Agreement, have been duly inspected and accepted on the respective dates there shown by the undersigned as your authorized representative and conform in all respects to the requirements and specifications of the Reconstruction Agreement; and

(b) that each such car was at its delivery properly marked on each side thereof with the legend provided in Section 9(e) of the Lease Agreement between you and the Railroad Company.

2. The undersigned Chicago, Milwaukee, St. Paul and Pacific Railroad Company ("Lessee") is the Lessee under the Lease Agreement dated as of January 1, 1974 (the "Lease Agreement") between you and the Lessee. As such Lessee, we hereby request you to pay the attached invoices for the acquisition, reconstruction and delivery of the rebuilt freight train cars described below. We hereby represent and certify to you as follows:



CoverSheetEnd

Recordation Files

COVER SHEET END


DOT - STB Project

(a) that all of our representations and warranties set forth in Section 8 of the Lease Agreement are true and correct as of the date hereof as though made on this date;

(b) that the rebuilt freight train cars described below have been delivered to us, as Lessee under the Lease Agreement, on the dates indicated and have been duly inspected and are hereby accepted by us for lease under the Lease Agreement; and

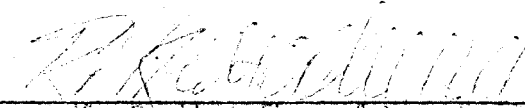
(c) that no event of default, or event which might mature into an event of default, has occurred and is continuing under the Lease Agreement.

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Resident Engineer and
authorized representative,
as aforesaid, and signing
as to the matter in paragraph
1 above

Dated: May 17, 197

CHICAGO, MILWAUKEE, ST. PAUL
PACIFIC RAILROAD COMPANY,
Lessee and signing as to
matter in paragraphs 2 and
above

By 
Its Vice President - Finance & Accounting
Dated: MAY 28 1974, 197

*/

This sentence is to be included on all Certificates of Acceptance other than the first Certificate of Acceptance

Accepted:

J. M. NACHBIN and M. A. MARINI,
as Trustees as aforesaid

By M. A. Marini
One of the Trustees

Dated: May 30, 1974

DESCRIPTION OF REBUILT CARS

<u>Total No. of Items</u>	<u>Lessee's Identifying Nos.</u>	<u>Delivery and Acceptance Date</u>	<u>Inv. Am.</u>
15	MILW 40050-40064	May 3, 1974	\$ 83
15	MILW 40065-40079	May 10, 1974	83
20	MILW 40080-40099	May 17, 1974	111
			\$ 279